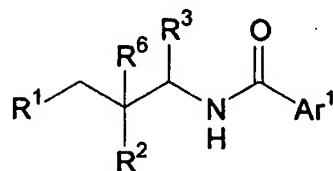


IN THE CLAIMS

This listing of claims will replace all prior versions, and listings, of claims in the application:

Claim 1 (Currently amended): A compound of structural formula I:



(I)

or a pharmaceutically acceptable salt thereof, wherein;

R¹ is selected from:

- (1) C₁-10alkyl,
- (2) C₃-10cycloalkyl, and
- (3) aryl,

wherein alkyl is optionally substituted with one, two, three or four substituents independently selected from R^a, and each cycloalkyl, and aryl optionally is substituted with one, two, three or four substituents independently selected from R^b;

R² is selected from:

- (1) C₃-10cycloalkyl,
- (2) cycloheteroalkyl,
- (3) aryl,
- (4) heteroaryl,
- (5) -ORD,
- (6) -NRC_cRD, and
- (7) -CO₂RD,

wherein each cycloalkyl, cycloheteroalkyl, aryl and heteroaryl are optionally substituted on a carbon or nitrogen atom with one, two, three or four substituents independently selected from R^b;

R³ is C₁-4alkyl, wherein alkyl is optionally substituted with one to four substituents independently selected from R^a;

R⁶ is selected from:

- (1) hydrogen,
- (2) C₁₋₄alkyl,
- (3) C₂₋₄alkenyl,
- (4) C₂₋₄alkynyl,
- (5) -ORD,
- (6) halogen,
- (7) -CN,
- (8) -NRCRD,

wherein alkyl, alkenyl, and alkynyl are optionally substituted with one to four substituents independently selected from R^a

Ar¹ is aryl, optionally substituted with one, or two, or three groups independently selected from R^b; each R^a is independently selected from:

- (1) -ORC,
- (2) -NRC_mRD,
- (3) -NO₂,
- (4) halogen,
- (5) -S(O)_mRC,
- (6) -SRC,
- (7) -S(O)₂ORC,
- (8) -S(O)_mNRCRD,
- (9) -NRCRD,
- (10) -O(CReRF)_nNRCRD,
- (11) -C(O)RC,
- (12) -CO₂RC,
- (13) -CO₂(CReRF)_nCONRCRD,
- (14) -OC(O)RC,
- (15) -CN,
- (16) -C(O)NRCRD,
- (17) -NRC(O)RD,
- (18) -OC(O)NRCRD,
- (19) -NRC(O)ORD,
- (20) -NRC(O)NRCRD,
- (21) -CRC(N-ORD),
- (22) CF₃,
- (23) -OCF₃,
- (24) C₃₋₈cycloalkyl,

(25) cycloheteroalkyl, and

(26) oxo;

each R^b is independently selected from:

- (1) R^a,
- (2) C₁₋₁₀alkyl,
- (3) C₃₋₈cycloalkyl,
- (4) cycloheteroalkyl,
- (5) aryl,
- (6) arylC₁₋₄alkyl,
- (7) heteroaryl, and
- (8) heteroarylC₁₋₄alkyl,

wherein alkyl, cycloalkyl, cycloheteroalkyl, and heteroaryl are optionally substituted with oxo, and wherein aryl and heteroaryl are optionally substituted with -OR^c, NR^cR^d, or -C(O)R^c;

R^c and R^d are independently selected from:

- (1) hydrogen,
- (2) C₁₋₁₀alkyl,
- (3) C₂₋₁₀alkenyl,
- (4) C₂₋₁₀alkynyl,
- (5) cycloalkyl,
- (6) cycloalkyl-C₁₋₁₀alkyl,
- (7) cycloheteroalkyl,
- (8) cycloheteroalkyl-C₁₋₁₀alkyl;
- (9) aryl,
- (10) heteroaryl,
- (11) aryl-C₁₋₁₀alkyl, and
- (12) heteroaryl-C₁₋₁₀alkyl, or

R^c and R^d together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R_g,

or two -OR^c groups together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R_g,

each R^c and R^d may be unsubstituted or substituted with one to three substituents selected from R_h;

R^e and R^f are independently selected from:

- (1) hydrogen,

- (2) C₁₋₁₀alkyl,
- (3) C₂₋₁₀ alkenyl,
- (4) C₂₋₁₀alkynyl,
- (5) cycloalkyl,
- (6) cycloalkyl-C₁₋₁₀ alkyl,
- (7) cycloheteroalkyl,
- (8) cycloheteroalkyl-C₁₋₁₀ alkyl,
- (9) aryl,
- (10) heteroaryl,
- (11) arylC₁₋₁₀ alkyl, and
- (12) heteroarylC₁₋₁₀ alkyl, or

R^e and R^f together with the carbon to which they are attached form a ring of 5 to 7 members containing 0-2 heteroatoms independently selected from oxygen, sulfur and nitrogen; each R^g is independently selected from

- (1) C₁₋₁₀alkyl,
- (2) C₃₋₈cycloalkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) arylC₁₋₄alkyl,
- (6) heteroaryl,
- (7) heteroarylC₁₋₄alkyl,
- (8) -S(O)_mR^e,
- (9) -C(O)R^e,
- (10) -CO₂R^e,
- (11) -CO₂(CR^eR^f)_nCONR^eR^f, and
- (12) -C(O)N R^eR^f;

each R^h is independently selected from:

- (1) C₁₋₁₀alkyl,
- (2) C₃₋₈cycloalkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) arylC₁₋₄alkyl,
- (6) heteroaryl,
- (7) heteroarylC₁₋₄alkyl,
- (8) -OR^e,
- (9) -N R^eS(O)_mR^f,

- (10) $-S(O)_mRe$,
- (11) $-SRe$,
- (12) $-S(O)_2ORe$,
- (13) $-S(O)_mNReRf$,
- (14) $-NReRf$,
- (15) $-O(CReRf)_nNReRf$,
- (16) $-C(O)Re$,
- (17) $-CO_2Re$,
- (18) $-CO_2(CReRf)_nCONReRf$,
- (19) $-OC(O)Re$,
- (20) $-CN$,
- (21) $-C(O)NReRf$,
- (22) $-NReC(O)Rf$,
- (23) $-OC(O)NReRf$,
- (24) $-NReC(O)ORf$,
- (25) $-NReC(O)NReRf$,
- (26) CF_3 , and
- (27) $-OCF_3$,

m is selected from 1 and 2; and

n is selected from 1, 2, and 3;

provided that when R^1 and R^2 are unsubstituted aryl or unsubstituted heteroaryl, and R^3 is hydrogen or C 1-4 alkyl, then Ar^1 is substituted with at least one R^b substituent; and

provided that when R^1 is selected from the group consisting of unsubstituted phenyl, *para*-chlorophenyl or *para*-methoxy phenyl, R^2 is unsubstituted phenyl, and R^3 is $-CH_3$, then Ar^1 is not unsubstituted phenyl, *ortho* $-CO_2H$ monosubstituted phenyl, or 3,4-dimethoxy phenyl.

Claim 2 (Previously presented): The compound according to Claim 1 wherein:

R^1 is selected from:

- (1) C1-10alkyl,
- (2) C3-10cycloalkyl, and
- (3) aryl,

wherein alkyl is optionally substituted with one, two, three or four substituents independently selected from R^a, and each cycloalkyl, and aryl optionally is substituted with one, two, three or four substituents independently selected from R^b;

R² is selected from:

- (1) C₃-10cycloalkyl,
- (2) cycloheteroalkyl,
- (3) aryl,
- (4) heteroaryl,
- (5) -OR^d,
- (6) -NRCR^d, and
- (7) -CO₂R^d,

wherein each cycloalkyl, cycloheteroalkyl, aryl, and heteroaryl are optionally substituted with one, two, three or four substituents independently selected from R^b;
or a pharmaceutically acceptable salt thereof.

Claim 3 (Currently amended): The compound according to Claim 2 wherein:

Ar¹ is selected from:

- (1) phenyl, and
- (2) naphthyl,

each optionally substituted with one, or two, or three groups independently selected from R^b;
or a pharmaceutically acceptable salt thereof.

Claim 4 (Currently amended): The compound according to Claim 3 wherein:

R³ is C₁-4alkyl, optionally substituted with one to four substituents independently selected from R^a;

R⁶ is selected from:

- (1) hydrogen,
- (2) methyl,
- (3) hydroxyl,
- (4) halogen, and
- (5) -CN,

wherein methyl is optionally substituted with one to three R^a substituents;

Ar¹ is selected from:

- (1) phenyl, and
- (2) naphthyl,

each optionally substituted with one, or two, or three groups independently selected from R^b;
each R^a is independently selected from:

- (1) $-\text{OR}^c$,
- (2) halogen,
- (3) $-\text{S}(\text{O})_m\text{R}^c$,
- (4) $-\text{SR}^c$,
- (5) $-\text{S}(\text{O})_2\text{OR}^c$,
- (6) $-\text{S}(\text{O})_m\text{NR}^c\text{R}^d$,
- (7) $-\text{NR}^c\text{R}^d$,
- (8) $-\text{C}(\text{O})\text{R}^c$,
- (9) $-\text{CO}_2\text{R}^c$,
- (10) $-\text{CN}$,
- (11) $-\text{C}(\text{O})\text{NR}^c\text{R}^d$,
- (12) CF_3 ,
- (13) $-\text{OCF}_3$,
- (14) $\text{C}_3\text{-cycloalkyl}$,
- (15) cycloheteroalkyl, and
- (16) oxo;

each R^b is independently selected from:

- (1) R^a ,
- (2) $\text{C}_{1-10}\text{alkyl}$,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) aryl $\text{C}_{1-4}\text{alkyl}$,
- (6) heteroaryl, and
- (7) heteroaryl $\text{C}_{1-4}\text{alkyl}$,

wherein alkyl, cycloalkyl, cycloheteroalkyl, heteroaryl are optionally substituted with oxo, and

wherein aryl and heteroaryl are optionally substituted with $-\text{OR}^c$, NR^cR^d , or $-\text{C}(\text{O})\text{R}^c$;

R^c and R^d are independently selected from:

- (1) hydrogen,
- (2) $\text{C}_{1-10}\text{alkyl}$,
- (3) cycloalkyl,
- (4) cycloheteroalkyl,
- (5) aryl,
- (6) heteroaryl, or

R^c and R^d together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N- R^g ,

or two -OR^c groups together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R_g,

each R^c and R^d may be unsubstituted or substituted with one to three substituents selected from R^h; or a pharmaceutically acceptable salt thereof.

Claim 5 (Previously presented): The compound according to Claim 4 wherein:

R¹ is phenyl, optionally substituted with one to four substituents independently selected from R^b;
and

R² is independently selected from:

- (1) phenyl, and
- (2) pyridyl,

optionally substituted with one to four substituents independently selected from R^b;

R³ is C₁₋₄alkyl, wherein alkyl is optionally substituted with one to four substituents independently selected from R^a;

R⁶ is selected from:

- (1) hydrogen,
- (2) methyl,
- (3) hydroxyl,
- (4) halogen, and
- (5) -CN;

each R^a is independently selected from:

- (1) -OR^c,
- (2) halogen,
- (3) -S(O)_mR^c,
- (4) -NRC₁₋₄alkyl,
- (5) -C(O)R^c,
- (6) -CO₂R^c, and
- (7) oxo;

or a pharmaceutically acceptable salt thereof.

Claim 6 (Original): The compound according to Claim 5 wherein:

R¹ and R² are independently selected from:

- (1) phenyl,
- (2) 4-fluorophenyl,
- (3) 2-chlorophenyl,
- (4) 3-chlorophenyl,

- (5) 4-chlorophenyl,
- (6) 4-cyanophenyl,
- (7) 4-methylphenyl,
- (8) 4-isopropylphenyl,
- (9) 4-biphenyl,
- (10) 4-bromophenyl,
- (11) 4-iodophenyl,
- (12) 2,4-dichlorophenyl, and
- (13) 2-chloro-4-fluorophenyl;

or a pharmaceutically acceptable salt thereof.

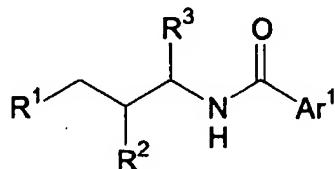
Claim 7 (Original): The compound according to Claim 6 wherein:
 R^1 and R^2 are independently selected from phenyl and 4-chlorophenyl;
 R^3 is methyl, wherein methyl is optionally substituted with one to three substituents independently selected from R^a ;
or a pharmaceutically acceptable salt thereof.

Claim 8 (Currently amended): A compound selected from:

- (1) N -[2,3-bis(4-chlorophenyl)-1-methylpropyl]-3-chloro-2-naphthamide;
- (2) 2-(1-tetrazolyl)- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (3) 3-(1-tetrazolyl)- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (4) 4-(1-tetrazolyl)- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (5) 2-phenyl- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (6) 3-(1-(3,5-dimethyl-pyrazolyl))- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (7) 4-(1-(pyrrolidin-2-one))- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (8) 3-(1-(imidazolidin-2-one))- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (9) 4-phenyl- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (10) 3-phenyl- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (11) 4-(1-pyrazolyl)- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (12) 2-(1-pyrazolyl)- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (13) 4-(1-piperidinyl)- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (14) 4-(2-formyl-phenyl)- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (15) 4-(2-hydroxymethyl-phenyl)- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
- (16) 4-(2-aminophenyl)- N -(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;

(17) 5-chloro-2-(2-(1-pyrrolyl)ethyl)-N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
(18) 2-(2-phenylethyl)-N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
(19) N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-naphthylene-2-carboxamide;
(20) N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-naphthylene-1-carboxamide;
(21) N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
(22) 2-chloro-N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
(23) 3-chloro-N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide; and
(24) 4-chloro-N-(2,3-bis(4-chlorophenyl)-1-methylpropyl)-benzamide;
or a pharmaceutically acceptable salt thereof.

Claim 9 (Currently amended): A compound of structural formula IA:



(IA)

or a pharmaceutically acceptable salt thereof, wherein;

R¹ is aryl, optionally substituted with one to four substituents independently selected from R^b;

R² is selected from:

(1) aryl, and
(2) heteroaryl,

wherein aryl and heteroaryl are optionally substituted on the carbon or nitrogen with one to four substituents independently selected from R^b;

R³ is C₁₋₄alkyl,

wherein alkyl is optionally substituted with one to four substituents independently selected from R^a;

Ar¹ is aryl, optionally substituted on the carbon or nitrogen with one, or two, or three groups independently selected from R^b;

each R^a is independently selected from:

(1) -OR^c,
(2) -NRC_mS(O)_nR^d,
(3) -NO₂,

- (4) halogen,
- (5) $-S(O)_m R^c$,
- (6) $-SR^c$,
- (7) $-S(O)_2 OR^c$,
- (8) $-S(O)_m NR^c RD^d$,
- (9) $-NR^c RD^d$,
- (10) $-O(CR^e RF)_n NR^c RD^d$,
- (11) $-C(O)R^c$,
- (12) $-CO_2 R^c$,
- (13) $-CO_2(CR^e RF)_n CONR^c RD^d$,
- (14) $-OC(O)R^c$,
- (15) $-CN$,
- (16) $-C(O)NR^c RD^d$,
- (17) $-NR^c C(O) RD^d$,
- (18) $-OC(O)NR^c RD^d$,
- (19) $-NR^c C(O) ORD^d$,
- (20) $-NR^c C(O) NR^c RD^d$,
- (21) $-CR^c(N-ORD^d)$,
- (22) CF_3 ,
- (23) $-OCF_3$,
- (24) C_3-8 cycloalkyl,
- (25) cycloheteroalkyl, and
- (26) oxo;

each R^b is independently selected from:

- (1) R^a ,
- (2) C₁₋₁₀alkyl,
- (3) C_3-8 cycloalkyl,
- (4) cycloheteroalkyl,
- (5) aryl,
- (6) arylC₁₋₄alkyl,
- (7) heteroaryl, and
- (8) heteroarylC₁₋₄alkyl,

wherein alkyl, cycloalkyl, cycloheteroalkyl, and heteroaryl are optionally substituted with oxo, and wherein aryl and heteroaryl are optionally substituted with $-OR^c$, $NR^c RD^d$, or $-C(O)R^c$;

R^c and R^d are independently selected from:

- (1) hydrogen,
- (2) C₁₋₁₀alkyl,
- (3) C₂₋₁₀ alkenyl,
- (4) C₂₋₁₀alkynyl,
- (5) cycloalkyl,
- (6) cycloalkyl-C₁₋₁₀alkyl,
- (7) cycloheteroalkyl,
- (8) cycloheteroalkyl-C₁₋₁₀ alkyl;
- (9) aryl,
- (10) heteroaryl,
- (11) aryl-C₁₋₁₀alkyl, and
- (12) heteroaryl-C₁₋₁₀alkyl, or

R^c and R^d together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R_g,

or two -OR^c groups together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R_g,

each R^c and R^d may be unsubstituted or substituted with one to three substituents selected from R_h; R^e and R^f are independently selected from:

- (1) hydrogen,
- (2) C₁₋₁₀alkyl,
- (3) C₂₋₁₀ alkenyl,
- (4) C₂₋₁₀alkynyl,
- (5) cycloalkyl,
- (6) cycloalkyl-C₁₋₁₀alkyl,
- (7) cycloheteroalkyl,
- (8) cycloheteroalkyl-C₁₋₁₀ alkyl,
- (9) aryl,
- (10) heteroaryl,
- (11) arylC₁₋₁₀alkyl, and
- (12) heteroarylC₁₋₁₀alkyl, or

R^e and R^f together with the carbon to which they are attached form a ring of 5 to 7 members containing 0-2 heteroatoms independently selected from oxygen, sulfur and nitrogen; each R_g is independently selected from

- (1) C₁₋₁₀alkyl,

- (2) $C_3\text{-}8$ cycloalkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) aryl $C_1\text{-}4$ alkyl,
- (6) heteroaryl,
- (7) heteroaryl $C_1\text{-}4$ alkyl,
- (8) $-\text{S}(\text{O})_m\text{R}^e$,
- (9) $-\text{C}(\text{O})\text{R}^e$,
- (10) $-\text{CO}_2\text{R}^e$,
- (11) $-\text{CO}_2(\text{C}\text{R}^e\text{R}^f)_n\text{C}\text{ON}\text{R}^e\text{R}^f$, and
- (12) $-\text{C}(\text{O})\text{N}\text{R}^e\text{R}^f$;

each R^h is independently selected from:

- (1) $C_1\text{-}10$ alkyl,
- (2) $C_3\text{-}8$ cycloalkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) aryl $C_1\text{-}4$ alkyl,
- (6) heteroaryl,
- (7) heteroaryl $C_1\text{-}4$ alkyl,
- (8) $-\text{O}\text{R}^e$,
- (9) $-\text{N}\text{R}^e\text{S}(\text{O})_m\text{R}^f$,
- (10) $-\text{S}(\text{O})_m\text{R}^e$,
- (11) $-\text{S}\text{R}^e$,
- (12) $-\text{S}(\text{O})_2\text{O}\text{R}^e$,
- (13) $-\text{S}(\text{O})_m\text{N}\text{R}^e\text{R}^f$,
- (14) $-\text{N}\text{R}^e\text{R}^f$,
- (15) $-\text{O}(\text{C}\text{R}^e\text{R}^f)_n\text{N}\text{R}^e\text{R}^f$,
- (16) $-\text{C}(\text{O})\text{R}^e$,
- (17) $-\text{CO}_2\text{R}^e$,
- (18) $-\text{CO}_2(\text{C}\text{R}^e\text{R}^f)_n\text{C}\text{ON}\text{R}^e\text{R}^f$,
- (19) $-\text{OC}(\text{O})\text{R}^e$,
- (20) $-\text{CN}$,
- (21) $-\text{C}(\text{O})\text{N}\text{R}^e\text{R}^f$,
- (22) $-\text{N}\text{R}^e\text{C}(\text{O})\text{R}^f$,
- (23) $-\text{OC}(\text{O})\text{N}\text{R}^e\text{R}^f$,
- (24) $-\text{N}\text{R}^e\text{C}(\text{O})\text{O}\text{R}^f$,

(25) $-N^{\text{R}}\text{C}(\text{O})\text{N}^{\text{R}}\text{R}^{\text{f}}$,

(26) CF_3 , and

(27) $-OCF_3$,

m is selected from 1 and 2; and

n is selected from 1, 2, and 3;

provided that when R^1 and R^2 are unsubstituted aryl or unsubstituted heteroaryl, and R^3 is C₁₋₄ alkyl, Ar^1 is substituted with at least one R^{b} substituent; and

provided that when R^1 is selected from the group consisting of unsubstituted phenyl, *para*-chlorophenyl or *para*-methoxy phenyl, R^2 is unsubstituted phenyl, and R^3 is $-\text{CH}_3$, Ar^1 is not unsubstituted phenyl, *ortho*- CO_2H monosubstituted phenyl, or 3,4-dimethoxy phenyl.

Claim 10 (Previously presented): The compound according to Claim 9 wherein: R^1 is selected from phenyl and naphthyl, optionally substituted with one to four substituents independently selected from R^{b} ;
and R^2 is selected from:

- (1) phenyl,
- (2) naphthyl, and
- (3) pyridyl,

optionally substituted with one to four substituents independently selected from R^{b} ;
or a pharmaceutically acceptable salt thereof.

Claim 11 (Currently amended): The compound according to Claim 10 wherein: Ar^1 is selected from:

- (1) phenyl, and
- (2) naphthyl,

each optionally substituted with one, or two, or three groups independently selected from R^{b} ;
or a pharmaceutically acceptable salt thereof.

Claim 12 (Currently amended): The compound of claim 11 wherein: R^3 is C₁₋₄alkyl,
wherein alkyl is optionally substituted with one to four substituents independently selected from R^{a} ;
 Ar^1 is selected from:

- (1) phenyl, and

(2) naphthyl,

each optionally substituted with one, or two, or three groups independently selected from R^b;

each R^a is independently selected from:

- (1) -OR^c,
- (2) halogen,
- (3) -S(O)_mR^c,
- (4) -SRC,
- (5) -S(O)₂OR^c,
- (6) -S(O)_mNR^cR^d,
- (7) -NRCR^d,
- (8) -C(O)R^c,
- (9) -CO₂R^c,
- (10) -CN,
- (11) -C(O)NRCR^d,
- (12) CF₃,
- (13) -OCF₃,
- (14) C₃₋₈cycloalkyl,
- (15) cycloheteroalkyl, and
- (16) oxo;

each R^b is independently selected from:

- (1) R^a,
- (2) C₁₋₁₀alkyl,
- (3) cycloheteroalkyl,
- (4) aryl,
- (5) arylC₁₋₄alkyl,
- (6) heteroaryl, and
- (7) heteroarylC₁₋₄alkyl,

wherein alkyl, cycloalkyl, cycloheteroalkyl, heteroaryl are optionally substituted with oxo, and

wherein aryl and heteroaryl are optionally substituted with -OR^c, NRCR^d, or -C(O)R^c;

R^c and R^d are independently selected from:

- (1) hydrogen,
- (2) C₁₋₁₀alkyl,
- (3) cycloalkyl,
- (4) cycloheteroalkyl,
- (5) aryl,
- (6) heteroaryl, or

R^c and R^d together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N- Rg ,

or two $-OR^c$ groups together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N- Rg ,

each R^c and R^d may be unsubstituted or substituted with one to three substituents selected from Rh ; or a pharmaceutically acceptable salt thereof.

Claim 13 (Previously presented): The compound according to Claim 12, wherein:

R^1 is phenyl optionally substituted with one to four substituents independently selected from R^b ; and R^2 is selected from:

- (1) phenyl, and
- (2) pyridyl,

optionally substituted with one to four substituents independently selected from R^b ; R^3 is C_1-4 alkyl, wherein alkyl is optionally substituted with one to four substituents independently selected from R^a ;

each R^a is independently selected from:

- (1) $-OR^c$,
- (2) halogen,
- (3) $-S(O)_mR^c$,
- (4) $-NRC^dR^d$,
- (5) $-C(O)R^c$,
- (6) $-CO_2R^c$, and
- (7) oxo;

or a pharmaceutically acceptable salt thereof.

Claim 14 (Original): The compound according to Claim 13, wherein:

R^1 and R^2 are independently selected from:

- (1) phenyl,
- (2) 4-fluorophenyl,
- (3) 2-chlorophenyl,
- (4) 3-chlorophenyl,
- (5) 4-chlorophenyl,
- (6) 4-cyanophenyl,
- (7) 4-methylphenyl,
- (8) 4-isopropylphenyl,

- (9) 4-biphenyl,
- (10) 4-bromophenyl,
- (11) 4-iodophenyl,
- (12) 2,4-dichlorophenyl, and
- (13) 2-chloro-4-fluorophenyl;

or a pharmaceutically acceptable salt thereof.

Claim 15 (Original): The compound according to Claim 14 wherein:
R¹ and R² are independently selected from phenyl and 4-chlorophenyl;
R³ is methyl, wherein methyl is optionally substituted with one to three substituents independently selected from R^a;
or a pharmaceutically acceptable salt thereof.

Claim 16 (Original): A composition comprising a compound according to Claim 1 and a pharmaceutically acceptable carrier.

Claim 17 (Original): A composition comprising a compound according to Claim 8 and a pharmaceutically acceptable carrier.

Claim 18 (Canceled)

Claim 19 (Canceled)

Claim 20 (Previously presented): A method of treating an eating disorder associated with excessive food intake selected from obesity, bulimia nervosa and compulsive eating disorders comprising administration of a therapeutically effective amount of a compound of Claim 1 to a patient in need of such treatment.

Claims 21-23 (Canceled).

Claim 24 (Previously presented): The method according to Claim 20 wherein the eating disorder associated with excessive food intake is obesity.

Claims 25-30 (Canceled).

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Claim 31 (Previously presented): A method of treating an eating disorder associated with excessive food intake selected from obesity, bulimia nervosa and compulsive eating disorders comprising administration of a therapeutically effective amount of a compound of Claim 8 to a patient in need of such treatment.

Claim 32 (Previously presented): The method according to Claim 31 wherein the eating disorder associated with excessive food intake is obesity.